

DAVIS SUSAN F
Form 4
September 13, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DAVIS SUSAN F

(Last) (First) (Middle)
5757 N. GREEN BAY AVENUE, P.O. BOX 591
(Street)

MILWAUKEE, WI 53201-0591

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
JOHNSON CONTROLS INC [JCI]

3. Date of Earliest Transaction (Month/Day/Year)
09/09/2005

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice President, Human Resource

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	09/09/2005		M		40,000	A	\$ 40.115
Common Stock	09/09/2005		S		40,000	D	\$ 61.7711
Common Stock	09/12/2005		M		34,000	A	\$ 29.2032
Common Stock	09/12/2005		S		34,000	D	\$ 61.5413
Common Stock					6,650.3	I	

By 401(k) Plan

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units/Excess Benefit Plan-Common	(3)					(4)	(4)	Common Stock
Phantom Stock Units/EICP	(3)					(7)	(7)	Common Stock
Phantom Stock Units/LTPP	(3)					(8)	(8)	Common Stock
Phantom Stock Units/Restricted Stock Grant	(3)					(10)	(10)	Common Stock
Stock Option	\$ 40.115	09/09/2005		M	40,000	11/14/2003	11/14/2011	Common Stock
Stock Option	\$ 29.2032	09/12/2005		M	34,000	11/17/2001	11/17/2009	Common Stock
Stock Option	\$ 40.2975					11/20/2004 ⁽¹²⁾	11/20/2012	Common Stock
Stock Option	\$ 52.55					11/19/2005 ⁽¹²⁾	11/19/2013	Common Stock
Stock Option	\$ 61.69					11/17/2006 ⁽¹²⁾	11/17/2014	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

DAVIS SUSAN F
5757 N. GREEN BAY AVENUE
P.O. BOX 591
MILWAUKEE, WI 53201-0591

Vice
President,
Human
Resource

Signatures

Arlene D. Gumm Attorney-in-Fact for Susan F.
Davis

09/13/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 117,575 shares acquired through the reinvestment of dividends on March 31 and June 30, 2005, at prices of \$55.9791 and \$56.5178 per share.

The number of underlying securities is based on the stock fund balance on September 12, 2005. The actual number of shares issuable upon the distribution date is not determinable since the stock fund is a unitized account consisting of 96% company stock and 4% money market fund. The stock account balance reflected in this report is based on a September 12, 2005, stock fund price of \$62.21 per share.
- (2) The phantom stock units convert to the common stock's cash value on a one-for-one basis.
- (3) The phantom stock units were accrued under the Johnson Controls Equalization 401(k) Benefit Plan and are to be settled 100% in cash upon the reporting person's retirement.
- (4) Includes 51.87 phantom stock units acquired through the reinvestment of dividends on March 31 and June 30, 2005 at prices of \$55.76 and \$56.33 per phantom stock unit.
- (5) Includes 44,228 phantom stock units acquired through reinvestment of dividends on January 3, 2005, at a price of \$62.79 per phantom unit.
- (6) The phantom stock units were accrued under the Johnson Controls Executive Incentive Compensation Plan and are to be settled 100% in cash upon retirement.
- (7) The phantom stock units were accrued under the Johnson Controls Long-Term Performance Plan and are to be settled 100% in cash upon retirement.
- (8) Includes 53,964 phantom stock units acquired through the reinvestment of dividends on March 31 and June 30, 2005 at prices of \$55.76 and \$56.33 per phantom stock unit.
- (9) The phantom stock units were accrued under the Johnson Controls Deferred Restricted Stock Plan and are to be settled 100% in cash upon the reporting person's retirement.
- (10) Includes 142,841 phantom stock units acquired through the reinvestment of dividends on March 31 and June 30, 2005 at prices of \$55.76 and \$56.33 per phantom stock unit.
- (11) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.